



TAMILNADU STEEL TUBES LIMITED

MFRS. & EXPORTERS OF : MS & GI, SQUARE & RECTANGLE STEEL PIPES

REGD. OFF : MERCURY APARTMENTS, 1st FLOOR, 65, PANTHEON ROAD, EGMORE, CHENNAI - 600 008.
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Proceedings of 36th Annual General Meeting of Tamilnadu Steel Tubes Ltd held on 23rd September, 2015.

1. As per the Notice, Annual General Meeting was held on Wednesday, 23rd September, 2015 at 10.00 am at "Rani Seethai Hall" No.603, Anna Salai, Chennai – 600 006.
2. Mr.L.N.Rao, DIN: 01275880 elected as the Chairman and presided over the proceeding and welcomed the members to 36th Annual General Meeting of the Company.
3. A total of 33 No. of members present including 55 No. of proxy as per the attendance register of the company.
4. All the Directors, Company Secretary, Statutory Auditor, Cost Auditor, Secretarial Auditor present in the meeting.
5. Chairman introduces the Directors present on the dais and with the permission of members the notice being already circulated was taken as read.
6. Then Chairman addressed the members and gave an over view of the financial position of the company and its future outlook.
7. The Chairman informed the members that in accordance with Section 108 of Companies Act 2013, and Clause 35B of listing agreement with Stock Exchange the Company had extended the remote e-voting facility through National Stock Depository Limited (NSDL) to enable the member to cast / exercise their vote(s) electronically on the Agenda items specified in the Notice of 36th Annual General Meeting.
The members were also informed that voting through ballot papers was made available at the Annual General Meeting (AGM) place for the members who had not cast their vote through remote e-voting.



8. The Chairman further informed that Mr. V.S.Sowrirajan, Practicing Company Secretary is appointed as scrutinizer of the voting process.
9. The Chairman then invited participants (members) of the company to discuss on the financial statements for the financial year ended 31st March, 2015 along with Auditors and Directors Report thereon.

Thereafter, several members of the company addressed the meeting, gave their suggestions and asked certain queries. The Chairman responded to all the queries to the satisfaction of members.

10. Then The Chairman proposed the following items one after another for discussion among the members.

Item No.1: To be passed as ordinary Resolution, relating to consider and adopt the Audited Financial Statement of the Company for the Financial Year Ended – March 31st 2015, the Reports of Board of Directors and Auditors thereon.

Item No.2: To be passed as ordinary Resolution relating to appoint a Director in place of Mr.Mahaveer Singh (DIN: 01907248) who retire by rotation and being eligible offers himself for re-appointment.

Item No.3 : To be passed as ordinary Resolution to appoint a Director in place of Mr.Vikram Singh Rathore (DIN: 01601165), who retire by rotation and being eligible offers himself for re-appointment.

Item No.4 : To be passed as ordinary Resolution to appoint Auditor M/s.Abhay Jain & Co, (FRN – 000008S) Chartered Accountants.

Item No.5 : To be passed as ordinary Resolution for Fixation of Remuneration of Cost Auditor CMA Latha Venkatesh, Cost Accountant (Firm Registration No.101017).



Item No. 6 : To be passed as ordinary Resolution for Authorizing Board to borrowing funds upto Rs.10 Crores under Section 180 (1) (C) of the Companies Act, 2013.

Item No. 7: To be passed as ordinary Resolution for Authorizing Board for creation of charge / mortgage of assets for borrowing funds upto Rs.10 Crores.

Item No. 8 : To be passed as ordinary Resolution for increasing the remuneration of Managing Director Mr. Rakesh Goyal (DIN: 00990310).

Item No.9: To be passed as ordinary Resolution for increasing the remuneration of Whole Time Director Mr.Vikram Singh Rathore (DIN: 01601165).

Item No.10: To be passed as ordinary Resolution for increasing the remuneration of Whole Time Director Mr. Mahaveer Singh (DIN: 01907248).

Item No.11: To be passed as ordinary Resolution for change in designation of Mr. M.T. Elumalai (DIN: 01278399) as Whole Time Director and increase in his remuneration.

Item No.12: To be passed as ordinary Resolution to authorize Board of Directors to take steps for Compliance as per Companies Act, 2013 and Amendments thereto in addition with SEBI and Stock Exchange Notifications from time to time.

All the items are proposed and seconded by members.

11. Then Chairman ordered for poll on all Agenda items putting tick mark in the column "Assent" or "Decent" as the case may be.

12. He then requested scrutinizer Mr. V.S. Sowrirajan for an orderly conduct of voting.



13. The Chairman announced the result of voting i.e. remote e-voting results and results of the voting completed at AGM along with consolidated scrutinizers Report (which shall be announced on 24th September, 2015 at the registered office of the company and would be displayed on the website of the company. He also informed that the results would also be intimated to Bombay Stock Exchange (BSE) and Ahmedabad Stock Exchange (ASE) and would also be available in the Registered Office of the company.
14. Chairman thanked all the members for their presence and support and asked Company Secretary to give vote of thanks to all Members, Directors, Auditors, Media, Staffs, Employees and other representatives.
15. The meeting is concluded at 11.15 AM with National Anthem of India
“ **Jana Gana Mana ...** ”

NOTE: -

Based on scrutinizers consolidated report on voters, all the Resolutions were approved by requisite majority.

The consolidated scrutinizers report will be uploaded on the website of the company. Further, the results in the format prescribed under Clause 35A of the Listing Agreement will be notified to Bombay Stock Exchange (BSE) and Ahmedabad Stock Exchange (ASE).

For TAMILNADU STEEL TUBES LIMITED

Kamala Lochan Ray
Kamala Lochan Ray
Company Secretary
Memb. No. : 34369
Place : Chennai.

